

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

<b>In the Matter of</b>	)	
	)	
<b>Global Connection Inc. of America</b>	)	
<i>Transferor</i>	)	
	)	
<b>and</b>	)	
	)	<b>WC Docket No. _____</b>
<b>Tele Circuit Network Corporation</b>	)	
<i>Transferee</i>	)	
	)	
<b>Application for Consent to Transfer Assets</b>	)	
<b>of a Company Holding Domestic Section</b>	)	
<b>214 Authority Pursuant to the Communications</b>	)	
<b>Act of 1934, as Amended</b>	)	

**APPLICATION**

Global Connection Inc. of America ("GCIOA" or "Company"), and Tele Circuit Network Corporation ("Tele Circuit" and, collectively with GCIOA, "Applicants"), by undersigned counsel, hereby respectfully request authority pursuant to section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the Act), and Section 63.04 of the Commission's rules, 47 C.F.R. § 63.04, to transfer certain wireline customers, as specified below, from GCIOA to Tele Circuit (the "Transaction"). GCIOA and Tele Circuit are each non-dominant telecommunications carriers authorized by the Commission to provide domestic interstate and international<sup>1</sup> telecommunications services. After consummation of the transfer, GCIOA will continue to hold its telecommunications authorizations.

The Transaction will not result in any loss or impairment of service for any customers. Tele Circuit is an experienced wireline telecommunications provider. The newly transferred

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<sup>1</sup> None of the customers being transferred receive international services from GCIOA.

Customers will continue to receive high-quality, reliable services just as they did previously at equally competitive rates. The only material change arising from the Transaction will be in the Customers' service provider. Customers are being notified of the change in accordance with Section 64.1120 of the Commission's Rules.

The Applicants request streamlined treatment of this Application pursuant to Section 63.03 of the Commission's rules, 47 C.F.R. § 63.03. This Application is eligible for streamlined processing pursuant to 47 C.F.R. § 63.03(b)(2), because (i) the Transaction will result in Applicants (including their Affiliates, as that term is defined in Section 3(1) of the Act) having a market share in the interstate, interexchange market of less than 10 percent; (ii) Applicants (including their Affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (iii) the Applicants (including affiliates) are not regulated as dominant with respect to any service.

The Applicants respectfully request expeditious approval of this Application so that they may proceed with the Transaction.

## **I. DESCRIPTION OF THE APPLICANTS**

### **A. Global Connection Inc. of America**

GCIOA (FRN: 0010765329) is a corporation organized under the laws of Georgia. Its principal place of business is 5555 Oakbrook Parkway, Suite 620, Norcross, Georgia 30093. GCIOA holds blanket domestic and international section 214 authority from the Commission.<sup>2</sup> The Company holds intrastate authority to provide local exchange and interexchange telecommunications services in 26 states, identified in **Exhibit A**. GCIOA also provides

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<sup>2</sup> File No. ITC-214-20040421-00150 (granting authority to provide global or limited global facilities-based and resold international services in on May 7, 2004).

wireless services to customers in twenty-three states and Puerto Rico. GCIOA has been designated as an eligible telecommunications carrier (“ETC”) to provide Lifeline services to low-income consumers on a wireline basis in twelve states<sup>3</sup> and on a wireless basis in twenty-three states and Puerto Rico. Following consummation of the Transaction, GCIOA will retain its authorizations to provide competitive services. GCIOA has no interest-holders or subsidiaries that offer domestic or international telecommunications services. GCIOA is not a foreign carrier and is not affiliated with foreign carriers in any market.

GCIOA is a wholly owned subsidiary of Global Connection Holdings Corporation (FRN: 0025180514), a U.S. company which operates as a holding company for GCIOA and does not provide telecommunications services. The majority interest in Global Holdings is held by L6-Global Manager LLC, a Georgia limited liability company. Through interests in L-6 Global Manager LLC, approximately 71 percent of the equity in GCIOA is ultimately held or controlled by Milestone Partners, a private equity firm based in Radnor, Pennsylvania.

A diagram showing the current corporate structure of GCIOA, including all entities and individuals that hold a 10 percent or greater equity or voting interest in GCIOA at present, is provided in **Exhibit B**.

#### **B. Tele Circuit Network Corporation**

Tele Circuit (FRN: 0008800690) is a corporation organized under the laws of Georgia, with its principal offices located at 1815 Satellite Blvd., Suite. 504, Duluth, Georgia 30097. Tele Circuit holds blanket domestic and international section 214 authority from the Commission.<sup>4</sup>

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<sup>3</sup> GCIOA is designated as a wireline ETC in Alabama, Arkansas, Florida, Georgia, Louisiana, Kentucky, Michigan, Mississippi, North Carolina, South Carolina, Tennessee and Texas.

<sup>4</sup> File No. ITC-214-20030417-00193 (granting authority to provide global or limited global resale international service on May 22, 2003).

Tele Circuit holds intrastate authority to provide local exchange and/or interexchange telecommunications services in 15 states, identified in **Exhibit C**. Tele Circuit has been designated as an ETC to provide Lifeline services on a wireline basis in five states.<sup>5</sup> Tele Circuit is not a foreign carrier and is not affiliated with any foreign carriers. Tele Circuit is one hundred percent (100%) owned by Ashar Syed, with his principal place of business at 1815 Satellite Blvd., Suite. 504, Duluth, Georgia 30097. Tele Circuit has not had any change in ownership since issuance of its 214 authorization, and no other entity or individual directly or indirectly holds an ownership interest in Tele Circuit.

## **II. DESCRIPTION OF THE TRANSACTION**

Pursuant to the terms of a Customer Purchase Agreement, by and among GCIOA as the Seller and Tele Circuit as the Buyer (the "Agreement"), GCIOA intends to transfer prepaid wireline customers located in ten (10) states<sup>6</sup> to Tele Circuit. These customers currently receive local exchange and intrastate/interstate long distance services from GCIOA. After consummation, Tele Circuit will provide telecommunications services to the acquired Customers directly pursuant to its own telecommunications authorizations.<sup>7</sup> The Transaction will not result in any loss or impairment of service for any customer. These customers will continue to receive the same services to which they are currently subscribed, at the same rates, and will not incur any costs associated with the Transaction. If any future changes to the rates, terms and conditions of

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<sup>5</sup> Tele Circuit is designated as a wireline ETC in Alabama, Florida, North Carolina, South Carolina, and Tennessee.

<sup>6</sup> The customers are located in Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, and Texas.

<sup>7</sup> About one third of these customers receive Lifeline services through GCIOA. Post-close, they will continue to receive these benefits through Tele Circuit. For the few states in which Tele Circuit lacks the respective state authorizations (i.e. MS, and ETC designations in GA, KY, LA and TX), the transfer will be delayed until Tele Circuit receives its own authorizations; in the interim, customers will continue to receive service from GCIOA.

service are made, those changes will be made consistent with applicable FCC and state requirements.

To ensure a seamless transition and avoid customer confusion or inconvenience, Applicants are providing written notice to the affected customers at least thirty (30) days prior to the transfer, in full compliance with Commission Rule 64.1120(e)<sup>8</sup> and applicable state customer notice rules. Consummation of the Transaction will be contingent upon Commission approval and the receipt of all other required regulatory approvals.

### **III. PUBLIC INTEREST STATEMENT**

As discussed below, the Transaction will serve the public interest. Upon consummation, Tele Circuit will provide the customers with the same high-quality competitive local exchange and interexchange services previously delivered by GCIOA. At the same time, the Transaction will enable Tele Circuit and GCIOA to more effectively pursue their respective business plans. This, in turn, will allow each company to compete more efficiently, to the ultimate benefit of consumers throughout their operating territories.

At the same time, the Transaction will have no adverse impact. Customers will continue to receive their existing services at the same rates as at present, and will be fully apprised of the impending change of carrier and may choose to remain with Tele Circuit or change to an alternate provider. Tele Circuit and GCIOA will work together to ensure that the customers experience a smooth, virtually seamless, transition.

Finally, the Transaction will have no adverse effects upon the domestic telecommunications market. Both Applicants are regulated as non-dominant, reflecting their inability to exert anti-competitive pressures upon other providers and the market in general.

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<sup>8</sup> Tele Circuit is concurrently filing a notification with the Commission pursuant to 64.1120(e) which includes a copy of the customer notice(s).

Neither Tele Circuit nor GCIOA hold a material percentage of the national market and, as resellers, cannot leverage network resources to the detriment of competitors. The Transaction does not represent a consolidation of market operations; consequently, the Transaction will not eliminate any market participants nor will it, in any respect, reduce the provider and service choices available to consumers.

**IV. INFORMATION REQUIRED BY SECTION 63.04(a) OF THE COMMISSION'S RULES**

In accordance with the requirements of section 63.04(a) of the Commission's rules, 47 C.F.R. § 63.04(a), the Applicants provide the following information in support of their request:

- (1) Name, address and telephone number of the Applicants:

Global Connection Inc. of America  
5555 Oakbrook Parkway, Suite 620  
Norcross, GA 30093  
(678) 741-6253

Tele Circuit Network Corporation  
1815 Satellite Blvd., Suite. 504  
Duluth, Georgia 30097  
(877) 835-3247

- (2) GCIOA and Tele Circuit are Georgia corporations.
- (3) Correspondence concerning this Application should be sent to:

Lance J.M. Steinhart  
Managing Attorney  
Lance J.M. Steinhart, P.C.  
Attorneys at Law  
1725 Windward Concourse, Suite 150  
Alpharetta, Georgia 30005  
(770) 232-9200 (Phone)  
(770) 232-9208 (Fax)  
lsteinhart@telecomcounsel.com (E-Mail)

- (4) A description of the entities and individuals that hold a ten percent (10%) or greater direct or indirect ownership interest in the Applicants is provided in Section I of the Application.
- (5) By the attached certifications, the Applicants certify, pursuant to Sections 1.2001 through 1.2003 of the Commission's rules, that no party to the application is subject to a denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.
- (6) The proposed transaction is described in Section II of the Application.
- (7) A description of the geographic service areas and services provided in each area is included in Section I of the Application.
- (8) This Application is eligible for streamlined processing pursuant to sections 63.03(b)(1) and 63.03(b)(2) of the Commission's rules, 47 C.F.R. § 63.03(b)(1, 2) for the reasons explained on page 2 of the Application.
- (9) There are no other applications pending before the Commission related to the same transaction.
- (10) The Applicants are not requesting any special consideration.
- (11) The Applicants are not requesting any waivers.
- (12) The proposed transaction will serve the public interest for the reasons detailed in Section III of the Application.

**V. CONCLUSION**

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully submitted,



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Lance J.M. Steinhart  
Lance J.M. Steinhart, P.C.  
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Alpharetta, Georgia 30005  
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*Counsel for Applicants*

June 19, 2017



## **LIST OF EXHIBITS**

<b>EXHIBIT A</b> - GCIOA Intrastate Wireline Territory
<b>EXHIBIT B</b> - Current Corporate Structure of GCIOA
<b>EXHIBIT C</b> - Tele Circuit Intrastate Wireline Territory

## **EXHIBIT A**

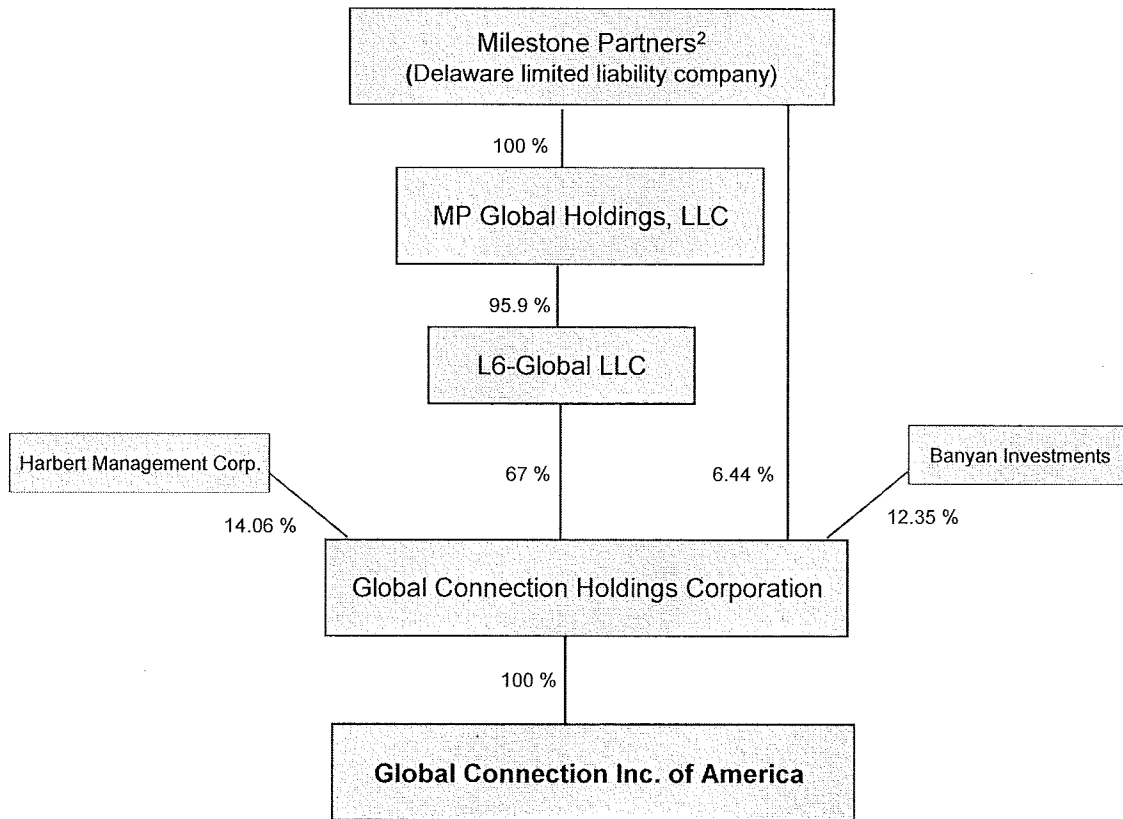
### **GCIOA Intrastate Wireline Territory**

Alabama  
Arkansas  
Colorado  
Florida  
Georgia  
Illinois  
Indiana  
Kansas  
Kentucky  
Louisiana  
Michigan  
Minnesota  
Missouri  
Mississippi  
North Carolina  
Nebraska  
New Mexico  
Ohio  
Oklahoma  
Oregon  
South Carolina  
Tennessee  
Texas  
Washington  
West Virginia  
Wisconsin

## **EXHIBIT B**

Current Corporate Structure of GCIOA

**Global Connection Inc. of America  
Pre-Close Corporate Structure  
(Interests  $\geq 10\%$ )<sup>1</sup>**



<sup>1</sup> Percentages shown above the level of Global Connection Holdings Corporation reflect actual interests (not adjusted for application of attribution rule) in immediate subsidiary and not indirect ownership interest in GCIOA.

<sup>2</sup> Milestone Partners holds a total indirect interest in GCIOA of 70.64% by direct calculation and 100% applying the attribution rule. These interests are held through several funds. Direct interests in MP Global Holdings, LLC are held by Milestone Partners III, L.P. (72.5%) and Milestone Partners III, L.P. 2 (27.5%). The general partner of both funds is Milestone Partners III G.P., L.P. The general partner of Milestone Partners III G.P., L.P. is Milestone Partners III, LLC. Voting or investment control over securities that the Milestone Partners Funds own are acted upon by vote of Milestone Partners III, LLC whose current members (all U.S. citizens) are W. Scott Warren, John P. Shoemaker, Brooke B. Hayes, and Robert G. Levine.

## EXHIBIT C

### Tele Circuit Intrastate Wireline Territory

Alabama  
California  
Florida  
Georgia  
Kentucky  
Louisiana  
North Carolina  
South Carolina  
Tennessee  
Texas

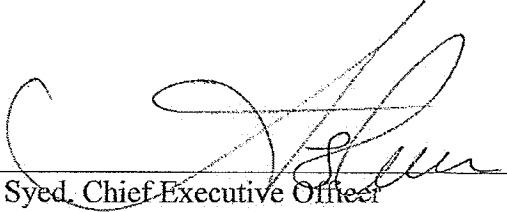
IXC only:  
Maryland  
New Mexico  
Nevada  
Pennsylvania  
Washington

State of Georgia )  
 )  
County of Gwinnett )

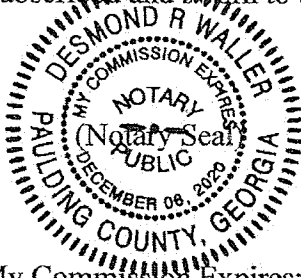
### Certification

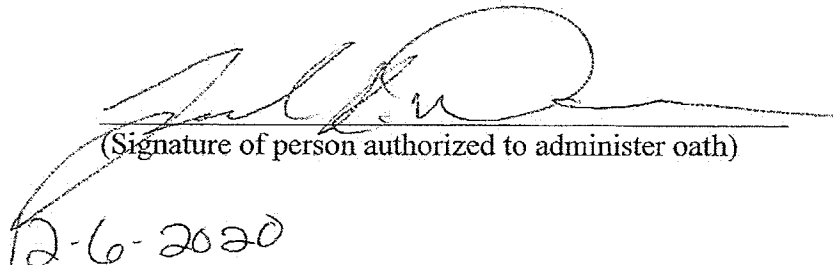
I, Ashar Syed, hereby state under penalty of perjury that I am the Chief Executive Officer of Tele Circuit Network Corporation, that I have reviewed the foregoing Application and know the contents thereof, and that the statements made therein are true and correct to the best of my knowledge and belief.

Dated: 06/16/17

  
\_\_\_\_\_  
Ashar Syed, Chief Executive Officer  
Tele Circuit Network Corporation

Subscribed and sworn to before me this 16 day of June, 2017.



  
\_\_\_\_\_  
(Signature of person authorized to administer oath)

My Commission Expires: 12-6-2020

State of Georgia

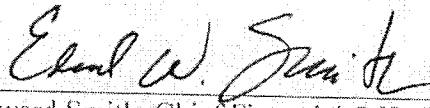
County of Gwinnett

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)  
)

### Certification

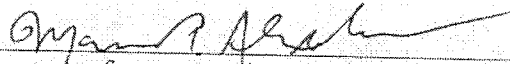
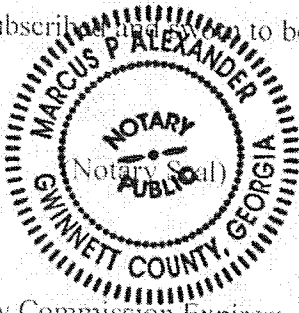
I, Edward Smith, hereby state under penalty of perjury that I am the Chief Financial Officer of Global Connection Inc. of America, that I have reviewed the foregoing Application and know the contents thereof, and that the statements made therein are true and correct to the best of my knowledge and belief.

Dated: 6-19-17



Edward Smith, Chief Financial Officer  
Global Connection Inc. of America

Subscribed and sworn to before me this 19<sup>th</sup> day of June, 2017.



(Signature of person authorized to administer oath)

My Commission Expires: April 3, 2020